Supreme Court, U.S.
FILED
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JOSEPH F. SPANIOL, JR.
CLERK

No. 85-1798 (4)

IN THE

Supreme Court of the United States

OCTOBER TERM, 1986

PENNZOIL COMPANY,

Appellant,

—v.—

TEXACO, INC.,

Appellee.

ON APPEAL FROM THE UNITED STATES
COURT OF APPEALS FOR THE SECOND CIRCUIT

JOINT APPENDIX

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Appeal Docketed May 1, 1986
Probable Jurisdiction Noted June 23, 1986

36 pp

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UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT
OF NEW YORK

DOCKET NO. 85 CIV. 9640 (CLB)

TEXACO, INC.,

Plaintiff,

—v—

PENNZOIL COMPANY,

Defendant,

STATE OF TEXAS,

Intervenor.

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DOCKET ENTRIES

DATE	NR.	PROCEEDINGS
12-10-85	1	Fld. COMPLAINT, issued summons & notice pursuant to 28 U.S.C. 636(c).
12-10-85	2	Fld. STATEMENT pursuant to General Rule 9 of the Rules of this Court, attached hereto is a list of corporate subsidiaries and affiliates of plaintiff Texaco, Inc.
12-13-85	3	Fld. Plaintiff's AMENDED COMPLAINT.
12-18-85	4	Fld. ORDER TO SHOW CAUSE and TEMPORARY RESTRAINING ORDER. Ordered that deft., Pennzoil show cause in Room 31 of the U.S. Courthouse, 101 E. Post Road, White Plains, NY on the 20th day of December, 1985, why, pursuant to Fed. Rule Civ. P. 65, a preliminary injunction should not issue herein enjoining Pennzoil from taking any action to enforce or attempt to enforce the Judgment entered in an action in the District Court of the 151st Judicial District of Texas.
12-18-85	5	Fld. Plaintiff's MEMORANDUM in support of application for Temporary Restraining Order and motion for preliminary injunction.

DATE	NR.	PROCEEDINGS
12-18-85	6	Fld. STATUTORY NOTICE pursuant to 28 U.S.C. § 2403(b). Copy sent to pltf. atty. and Hon. James Mattox, Atty. Gen. of the State of Texas.
12-19-85	7	Fld. LETTER, dated Dec. 18, 1985 from Jerry Lewis, Member of Congress of the 35th district, California asking this Honorable Court to consider in the nature of an *amicus curiae* requesting that Texaco be granted the preliminary injunction.
12-19-85	8	Fld. LETTER dated December 16, 1985 from members of Louisiana Congressional delegation in support of the filing of Texaco, Inc. Signed by Senators and members of Congress: Hon. Russell B. Long, Hon. John Breaus, Hon. W. Henson Moore, Hon. Robert Livingston, Hon. Buddy Roemer, Hon. J. Bennett Johnston, Hon. Lindy Boggs, Hon. Jerry Huckaby, Hon. W.J. (Billy) Tauzin and Hon. Cathy Long.
12-19-85	9	Fld. LETTER dated December 18, 1985 from Howard Heflin and Jeremiah Denton, United States Senate Re: *amicus curiae*.
12-19-85	10	Fld. LETTER dated December 18, 1985 from William M. Thomas, Member of Congress, 20th District, California RE: *amicus curiae*.
12-19-85	11	Fld. LETTER dated December 18, 1985 from Hamilton Fish, Jr. 21st District, NY member of Congress. RE: *amicus curiae*.
12-19-85	12	Fld. LETTER dated December 19, 1985 from Nancy Kassebaum, U.S. Senate, Bob Dole, U.S. Senate, Bob Whitaker, U.S. House of Representatives, Kansas 5th District. RE: *amicus curiae*.
12-20-85	13	Fld. MEMORANDUM in opposition to Texaco's Motion for a preliminary injunction and in sup-

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port of Pennzoil's Cross-Motion to dissolve the TRO and Dismiss the amended complaint.

12-20-85 14 Fld. PENNZOIL STIPULATION. Plaintiff in this action, hereby presents the Court the following stipulation concerning the judgment the Court entered in this action on December 10, 1985. "Pennzoil stipulates and agrees that, if Texaco seeks to supersede or stay the enforcement of this judgment and it makes provisions to secure the judgment which the Texas courts determine would meet the standards of Fed. R. Civ. P. 62, Pennzoil will be bound by any stay that the Texas courts enter based on a finding that Texaco has provided security which meets the standards of Fed. R. Civ. P. 62." Wherefore, Pennzoil requests that the Court accept this stipulation.

12-20-85 15 AFFIDAVIT OF SERVICE: Served upon CT Corp. System, registered agent for service of process in the State of N.Y., at 1633 Broadway, 30th flr., N.Y.C [by] leaving a copy with Mary Grace Murray, Assistant Vice Pres. who accepted on behalf of Pennzoil Co. by Robert B. Zwillich, One Chase Manhattan Plaza, N.Y.C., Dec. 19, 1985. (Affidavit of an answer to the Amended Complaint.)

12-20-85 16 Fld. AFFIDAVIT OF PERSONAL SERVICE: by Robert B. Zwillich, etc. upon CT Corp. Mary Grace Murray, Assistant Vice Pres. 1633 Broadway, N.Y.C. Served Order to Show Cause and Temporary Restraining Order and Mem. in Support of Application for temporary Restraining Order and Motion for Preliminary Injunction. Dec. 19, 1985.

12-20-85 17 Fld. LETTER from Carlos J. Moorehead, Member of Congress RE: he feels that Texaco should be afforded a fair right to appeal.

DATE	NR.	PROCEEDINGS
12-20-85	18	Fld. LETTER from William E. Dannemeyer, Member of Congress dated 12-20-85 RE: *Amicus Curiae.*
12-20-85	19	Fld. LETTER, dated Dec. 20, 1985 from Joseph J. Dioguardi, member of congress RE: *Amicus Curiae.*
12-20-85	20	Fld. LETTER dated Dec. 18, 1985 from David L. Boren, United States, Senator, Don Nickles, U.S. Senator, James R. Jones, Member of Congress and Mike Synar, member of Congress, Dave McCurdy, mem. of cong., Glenn English, mem. of cong., Wes Watkins, mem. of congress and Mickey Edwards, mem. of congress RE: *Amicus curiae.*
12-20-85	21	Fld. LETTER dated Dec. 19, 1985, from Michael N. Castle, Governor, State of Delaware. RE: *amicus curiae.*
12-20-85	22	Fld. ORDER. Motions filed this date by (1) State of Oklahoma by Hon. George Nigh, Governor of the State and Hon. Kurt G. Glassco, Counsel to the Governor; and (2) by State of Wyoming, by Hon. A.G. McClintock, Attorney General, each for leave to appear and file briefs as *amicus curiae* in the above entitled action in support of plaintiff is hereby granted. So Ordered: Brieant, J. m/n
12-20-85	23	Fld. BRIEF OF AMICUS CURIAE the State of Wyoming in support of Texaco's motion for a Preliminary Injunction.
12-20-85	24	Fld. MOTION for permission to file brief as Amicus Curiae (State of Wyoming)
12-20-85	25	Fld. MOTION for permission to file brief as Amicus Curiae (State of Oklahoma)

DATE	NR.	PROCEEDINGS
12-20-85	26	Fld. MOTION for permission to file brief as Amicus Curiae (State of Wyoming)
12-20-85	27	Fld. BRIEF OF AMICUS CURIAE The State of Wyoming in support of Texaco's motion for a Preliminary Injunction.
12-23-85	28	Fld. AFFIDAVIT OF JOHN F. MC GILLICUDDY, Chairman of the Board and Chief Executive Officer of Manufacturers Hanover Corp. his opinion that a Texaco Bankruptcy could have a significant adverse effect on the financial markets.
12-23-85	29	Fld. AFFIDAVIT OF JULIUS L. KATZ, International business consultant formerly chairman of Donaldson, Lufkin, Jenrette Futures, Inc. an international futures brokerage firm, from 1980-1985. This affidavit is submitted in order to detail the adverse effects of the judgment and bonding requirements on the economic interests and the foreign commerce of the United States.
12-23-85	30	Fld. SUPPLEMENTAL AFFIDAVIT OF RICHARD BRINKMAN, Vice Pres. of Texaco, Inc. in further support of Texaco Inc.'s application to prevent Pennzoil Company from enforcing or attempting to enforce the lien and bond provisions of Texas State law in connection with the $11.1 billion judgment against Texaco Inc. entered by the District Court for Harris County, Texas, in an action entitled Pennzoil Company v. Texaco Inc.
12-23-85	31	Fld. AFFIDAVIT OF DAVID D. BURROWS, Vice Pres. of Morgan Guaranty Trust Co., of NY. Attached hereto is the opinion of Morgan Guaranty Trust Company of NY with respect to these issues.

DATE	NR.	PROCEEDINGS
12-23-85	32	Fld. AFFIDAVIT OF KENNETH W. DAM, Vice Pres. of International Business Machines Corp. is aware that judgment, together with certain procedural provisions of Texas law regarding liens and bonding requirements, have raised serious questions concerning Texaco's ability to continue to finance and operate its business during the course of its appeals.
12-23-85	33	Fld. AFFIDAVIT OF PAUL J. CURRAN, a member of the firm Kaye, Scholer, Fierman, Hays & Handler, co-counsel to plaintiff Texaco Inc. in support of Texaco's motion for a preliminary injunction.
12-23-85	34	Fld. MOTION for permission to file brief as Amicus Curiae. The State of Wyoming respectfully moves this Court for leave to file a brief as amicus curiae.
12-23-85	35	Fld. BRIEF OF AMICUS CURIAE the State of Wyoming in support of Texaco's Motion for a preliminary injunction.
12-23-85	36	Fld. MOTION for permission to file Brief as Amicus Curiae. The State of Oklahoma respectfully moves this Court for leave to file a brief as amicus curiae in the above action.
12-23-85	37	Fld. BRIEF OF AMICUS CURIAE The State of Oklahoma in support of Texaco's Motion for a preliminary injunction.
12-27-85	38	Fld. LETTER, from Tom Carper, Member of Congress, Delaware's Rep. re: Amicus Curiae. Letter dated 12-23-85.
12-27-85	39	Fld. LETTER from William V. Roth, Jr. U.S. Senate for the State of Delaware. RE: Amicus Curiae. Letter dated 12-20-85.

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12-27-85	40	Fld. LETTER from Glenn M. Anderson, Member of Congress, 32D Dist. of California re: amicus curiae. Letter dated 12-18-85.
12-27-85	41	Fld. LETTER from Bob Dole, U.S. Senate, Nancy Kassebaum, U.S. Senate and Bob Whittaker, U.S. House of Representatives, Kansas 5th Dist. re: Amicus Curiae letter dated Dec. 18, 1985.
12-27-85	42	Fld. transcript of record of proceedings, dated 12-20-85.
12-27-85	43	Fld. ORDER EXTENDING TEMPORARY RESTRAINING ORDER. Ordered that Pennzoil are jointly and severally enjoined and restrained, pending a hearing on and determination of the motion for a preliminary injunction or to vacate this Temporary Restraining Order, from taking any action of any kind whatsoever to enforce or attempt to enforce the Judgment entered in *Pennzoil v. Texaco*. It is further Ordered that this Court shall schedule a hearing at the earliest possible time convenient to the Court upon either Texaco's request for a hearing on its Motion to dismiss the complaint in the above action or to vacate this TRO, and it is further Ordered that personal delivery of a copy of this Order to Pennzoil or its duly authorized agent, forthwith, and in any case not later than 5:00 p.m. Central Standard Time, Dec. 31, 1985, shall constitute due and sufficient service thereof. So Ordered: Brieant, J. m/n
12-27-85	44	Fld. LETTER, dated Dec. 26, 1985 from William Leighton, 249 W. 11th St., NY, NY re: Amicus curiae.

DATE	NR.	PROCEEDINGS
01-02-86	45	Fld. LETTER dated Dec. 18, 1985 from Jack Brooks, 9th Dist. Texas Representative. He writing to indicate the devastating impact the litigation may have on the welfare and livelihood of his constituents.
01-02-86	46	Fld. PROPOSED ORDER AND ENDORSEMENT ORDER. I decline to sign the within proposed order. While Mr. Leighton has been permitted to file papers in the nature of amicus curiae, along with others, he does not possess the necessary standing to obtain the relief sought here. Motion denied. So Ordered: Brieant, J. m/n Letter dated December 31, 1985.
01-02-86	47	Fld. MOTION TO APPEAR PRO HAC VICE. Michael D. Franks, Chief Trial Counsel, Florida Dept. of Legal Affairs, on behalf of Florida Atty. Gen. Jim Smith and the State of Florida, moves, pursuant to local Rule 2(c) of the Gen. Rules of the Southern Dist. of NY, to appear pro hac vice on behalf of amicus curiae State of Florida.
01-02-86	48	Fld. MOTION OF STATE OF FLORIDA for permission to file brief as amicus curiae.
01-02-86	49	Fld. BRIEF OF AMICUS CURIAE the State of Florida in support of Texaco's motion for a preliminary injunction.
01-03-86	50	Fld. ORDER. Motions filed this date by (1) State of Florida by Hon. Jim Smith, Atty. Gen., and Mitchell D. Franks, Chief Trial Counsel; and (2) by State of Kansas, by Hon. Robert T. Stephen, Atty. Gen., each for leave to appear and file briefs as amicus curiae in the above entitled action in support of plaintiff is hereby granted. So Ordered: Brieant, J. m/n

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01-03-86 51 Fld. NOTICE OF MOTION. On 12-30-85 at the U.S. Courthouse, 101 E. Post Rd., White Plains, NY The State of Kansas respectfully moves this Court for leave to file a brief as amicus curiae.

01-03-86 52 Fld. BRIEF OF AMICUS CURIAE the State of Kansas in support of Texaco's Motion for a Preliminary Injunction.

01-08-86 53 Fld. Plaintiffs proposed findings of fact and Conclusions of Law.

01-08-86 54 Fld. Reply Memorandum in support of Plaintiffs' Motion for a preliminary Injunction and in Opposition to Defts Motion to dissolve the TRO and dismiss the Amended Complaint.

01-08-86 55 Fld. Plaintiffs, Supplemental Affidavit of David Boies. Atty.

01-08-86 56 Fld. Plaintiffs, Affidavit of Francis P. Barron. Atty.

01-08-86 57 Fld. Plaintiffs, Affidavit of Simon P. Orme, Managing Director of Morgan Stanley & Co. Inc. ("Morgan Stanley").

01-08-86 58 Fld. Plaintiffs, Supplemental Affidavit of Richard G. Brinkman, Vice President of Texaco Inc. (Plaintiff).

01-08-86 59 Fld. Plaintiff, Affidavit of James B. Sales, Atty. in the action case (Cause No. 84-05905 in the District Court of Harris County, Texas).

01-08-86 60 Fld. Plaintiffs, Affidavit of Lester C. Thurow, I am Gordon Y. Billard Prof. of Management & Economics at the Sloan School of Management of the Mass. Institute of Technology. . . .

01-08-86 61 Fld. LETTER dated Jan. 8, 1986 from Plaintiffs attorneys to advise the Court of the parties'

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efforts to define the scope of tomorrow's hearing.

01-09-86 62 Fld. SUPPLEMENTAL AFFIDAVIT of Richard G. Brickman, Vice Pres. of Texaco Inc. in support of the motion for a preliminary injunction by Texaco to prevent Pennzoil Company from enforcing or attempting to enforce the lien and bond provisions of Texas State law in connection with the $11.1 billion judgment against Texaco entered by the District Court of Harris County, Texas, in an action entitled Pennzoil Company v. Texaco Inc. Supplemental affidavit to explain certain financial consequences to Texaco that will occur if Texaco's motion for a preliminary injunction is not granted.

01-09-86 63 Fld. LETTER dated December 28, 1985 from Emile M. Lapeyre, Jr. President of Sunset Corporation, Houma, Louisiana to inform the court of some of Texaco's outrageous deportment in Louisiana.

01-09-86 64 Fld. SUPPLEMENTAL AFFIDAVIT OF G. IRVIN TERRELL a member of Baker & Botts, of counsel to defendant Pennzoil. Submit this Supplemental Affidavit to correct certain misstatements by Texaco concerning the availability to Texaco of a procedure in the Texas state courts to consider Texaco's constitutional arguments, and concerning Texaco's failure to invoke any of those procedures.

01-09-86 65 Fld. SECOND AFFIDAVIT OF G. IRVIN TERRELL in opposition to Plaintiff's motion for a preliminary injunction and in support of Defendant's Cross-Motion to dissolve TRO and dismiss Amended Complaint.

DATE	NR.	PROCEEDINGS
01-10-86	66	Fld. MOTION TO APPEAR PRO HAC VICE. J. Patrick Wiseman, Attorney with the Atty. Gen. Office of the State of Texas.
01-10-86	67	Fld. MOTION TO APPEAR PRO HAC VICE. Kevin T. O'Hanlon, Attorney representing Intervenors. Mr. O'Hanlon is an attorney with the Attorney General's Office of the State of Texas and has been assigned to represent the Intervenors in this case.
01-10-86	68	Fld. MOTION OF THE STATE OF TEXAS TO INTERVENE. Pursuant to Art. 28 U.S.C. § 2403(b) moves this court for permission to intervene in this cause for presentation of evidence and argument on the constitutionality of state law.
01-10-86	69	Fld. MOTION FOR CONTINUANCE. Comes now the State of Texas moves this Court for an order of continuance in this cause.
01-10-86	70	Fld. MEMORANDUM TO DOCKET CLERK. Hearing held January 9, 1986. Motion to intervene by Attorney General of the State of Texas is granted. Motions by assistant Attorney Generals to appear Pro Hac Vice is granted.
01-10-86	71	Fld. ORDER. Letter, dated Jan. 9, 1986 from David Berger, Atty. Treating this letter as a motion to shorten the notice of motion to intervene presently returnable January 29, 1986. The motion to accelerate the time is denied. So Ordered: Brieant, J. m/n
01-10-86	72	Fld. SUPPLEMENTAL FINDINGS OF FACT, found to the extent not unconsistent with this Court's opinion in writing of even date. So Ordered: Brieant, J. m/n

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01-10-86	73	Fld. OPINION #86,0001 WP. The Court makes the following findings of fact and conclusions of law after a hearing, and pursuant to Rule 65, F.R.Civ.P.*1/* . . . . . Accordingly, this Court finds there is no legal bar, and no genuine issue of disputed relevant fact that prevents granting this injunction. There is absolutely no reason in the world why it should not be granted. Texaco has to post One (1) Billion dollar bond. The Court will grant Texaco twenty (20) day period following entry of the order hereon, during which to propose and submit additional security for a preliminary injunction, beyond the sum of $1,000.000 posted to secure the Temporary Restraining Order, which shall be satisfactory to the Court, after having heard counsel for Pennzoil on that subject. The cross motion of defendant Pennzoil is denied. So Ordered: Brieant, J. m/n
01-13-86	74	Fld. LETTER, dated January 9, 1986 from Paul N. Silverstein of Booth, Marcus & Pierce Counsel to the Committee of Concerned Employees and Retirees of Texaco, Inc. The Committee supports Texaco's Motion for a preliminary injunction against the Pennzoil Company.
01-13-86	75	Fld. NEW TRIAL MOTION. Pursuant to leave granted by the Court, Pennzoil hereby submits Texaco's "Motion for New Trial or Alternatively to Vacate or Reform the Judgment" in Texas for inclusion in the record of the proceedings before this Court.
01-10-86	76	Fld. MOTION of John F. Browne, et al., acting individually and as the Texaco Shareholders Protective Committee, to intervene pursuant to F.R.C.P. 24(b)

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01-10-86	77	Fld. NOTICE OF MOTION TO INTERVENE Counsel for Texaco Shareholders Protective Committee will move this court, 101 E. Post Rd., White Plains, NY on the 29th day of January 1986.
01-10-86	78	Fld. MEMORANDUM in support of the motion of John F. Brown, et al., acting individually and as the Texaco Shareholders Protective Committee, to Intervene pursuant to Fed. R. Civ. P. 24(b).
01-10-86	79	Fld. defendant, Pennzoil Company NOTICE OF APPEAL from the Order, entered on January 10, 1986, granting a preliminary injunction against defendant Pennzoil Company. Mailed copies to Cravath, Swaine & Moore, One Chase Manhattan Plaza, New York, New York 10005 and Paul, Weiss, Rifkind, Wharton & Garrison, 345 Park Avenue, New York, New York 10154 and Kaye, Scholer, Fierman, Hays & Handler, 425 Park Avenue, New York, New York and Baker & Botts, 3000 One Shell Plaza, Houston, Texas 77002.
01-13-86	—	Forwarded copy of Notice of Appeal to District Judge Brieant and copy of Notice of Appeal and docket entries to Court of Appeals, Second Circuit, 17th Floor, Room 1702, U.S. Courthouse, 40 Centre St., New York, NY 10007 this date.
01-16-86	80	Fld. LETTER, dated January 14, 1986 from Max R. Shulman from the law firm of Cravath, Swaine & Moore re: Proposed counter order to the proposed order submitted by Pennzoil on Saturday, Jan. 11, 1986 stating that Pennzoil's proposed order is deficient.
01-16-86	81	Fld. LETTER, dated January 11, 1986 from Mark A. Belnick from the law firm of Paul, Weiss, Rifkind, Wharton & Garrison re: Proposed for-

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mal order providing for the preliminary injunction granted by this Court on January 10, 1986.

01-16-86 82 Fld. ORDER. Ordered that the motion of plaintiff, Texaco Inc., for a preliminary injunction is hereby granted; and it is further Ordered that defendant, Pennzoil Company, its employees, agents, attorneys and servants, and all persons in active concert or participation with them who receive actual notice of this Order by personal service or otherwise, are jointly and severally enjoined and restrained, pending trial and ultimate disposition of this action, or the further order of this court, from taking any action of any kind whatsoever to enforce or attempt to enforce the Judgment entered in an action in the District Court for the 151st Judicial District of Texas entitled *Pennzoil Company* v. *Texaco Inc.*, including, without limitation, attempting to obtain or file any judgment lien or abstract of judgment related to said Judgment, or initiating or commencing steps to execute on said Judgment; and it is further Ordered that within twenty (20) days following entry of this Order, plaintiff shall propose and submit to the Court security in the total amount of $1,000,000,000 (One Billion Dollars), including the sum of $1,000,000 (One Million Dollars) heretofore posted to secure the TRO, which security shall be in a form satisfactory to the Court after having heard counsel for defendant Pennzoil Company on that subject; and it is further Ordered that a hearing concerning the appropriateness of any such security tendered by plaintiff Texaco Inc. may be heard on 24 hours' notice by application to the Deputy Clerk of this Court for an hour or date on which the Court will be available and it is

DATE	NR.	PROCEEDINGS
		Further Ordered that the motion of deft. Pennzoil Company to dissolve the TRO issued by this Court on Dec. 17, 1985, and extended by consent of the parties by order dated Dec. 23, 1985, and to dismiss plaintiff's amended complaint for failure to state a claim upon which relief can be granted and for want of subject matter jurisdiction, is hereby granted; and it is further Ordered that the status conference required pursuant to Rule 16, F.R.Civ.P. shall be held by this Court on April 7, 1986 in Courtroom 31 at the United States Courthouse, 101 East Post Road, White Plains, NY 10601. So Ordered: Brieant, J. m/n
01-16-86	83	Fld. PLAINTIFF'S PROPOSED ORDER AND NOTICE OF SETTLEMENT. "Not signed" Brieant, J. m/n
01-16-86	84	Fld. "DEFENDANT'S PROPOSED ORDER AND NOTICE OF SETTLEMENT, not signed" Brieant, J. m/n
01-16-86	85	Fld. the State of Texas, Intervenor, NOTICE OF APPEAL from the Preliminary Injunction Order entered on January 10, 1986. Mailed copies to J. Patrick Wiseman, Assistant Attorney General, Chief, State & County Affairs, P.O. Box 12548, Capitol Station, Austin, Texas 78711 Baker & Botts, 3000 One Shell Plaza, Houston, Texas 77002 Paul, Weiss, Rifkind, Wharton & Garrison, 345 Park Avenue, New York, NY 10154 Cravath, Swaine & Moore, One Chase Manhattan Plaza, New York, NY 10005 Kaye, Scholer, Fierman, Hays & Handler, 425 Park Avenue, New York, NY 10022
01-16-86	—	Forwarded copy of Notice of Appeal to District Judge Brieant and copy of Notice of Appeal and docket entries to Court of Appeals this date.

DATE	NR.	PROCEEDINGS
01-16-86	86	Fld. U.S.C.A., for the Second Circuit NOTICE OF MOTION for Expedited Appeal. A True Copy, Elaine B. Goldsmith, Clerk It is hereby ORDERED that the motion is hereby granted to the extent that the record on appeal, the joint appendix and appellant's brief shall be filed on or before January 23, 1986; appellee's brief shall be filed on or before February 3, 1986; oral arguments shall be heard on an expedited basis as early as the week of February 10, 1986.
01-16-86	87	Fld. STIPULATION & ORDER. Defendant Pennzoil Company's time to answer the amended complaint is extended to 30 days after the date on which the U.S.C.A. for the Second Circuit issues its mandate on defendant Pennzoil Company's appeal from the order of the Court granting plaintiff Texaco's motion for a preliminary injunction. So Ordered: Brieant, J. m/n
01-17-86	88	Filed transcript of record of proceedings, dated January 9, 1986.
01-17-86	—	The record on appeal in the above entitled proceeding has been certified and transmitted to the United States Court of Appeals for the Second Circuit this 17th day of January, 1986.
01-17-86	89	Fld. Defendant Pennzoil Company AMENDED NOTICE OF APPEAL from the Order, entered on January 16, 1986, granting a preliminary injunction against defendant Pennzoil Company. Mailed copies to Cravath, Swaine & Moore, One Chase Manhattan Plaza, New York, New York 10005, Kaye, Scholer, Fierman, Hays & Handler, 424 Park Ave., New York, New York 10022, Paul, Weiss, Rifkind, Wharton & Garrison, 345 Park Avenue, New York, New York 10154, Baker & Botts, 3000 One Shell Plaza, Houston, Texas

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77002 and J. Patrick Wiseman, Assistant Attorney General, Chief, State & County Affairs, P.O. Box 12548, Capitol Station, Austin, Texas 78711.

01-21-86 — Forwarded copy of AMENDED NOTICE OF APPEAL to District Judge Brieant and copy of Amended Notice of Appeal and docket entries to Court of Appeals, Second Circuit this date.

01-27-86 90 Fld. the State of Texas, Intervenor AMENDED NOTICE OF APPEAL hereby appeals to the United States Court of Appeals for the Second Circuit from the Preliminary Injunction Order entered on January 16, 1986 in the above styled and numbered cause of action. Mailed copies to Jim Mattox, Attorney General, Mary F. Keller, Assistant Attorney General, Chief, State & County Affairs, P.O. Box 12548, Capitol Station, Austin, Texas, Paul, Weiss, Rifkind, Wharton & Garrison, 345 Park Ave., NY, NY 10022, Cravath, Swaine & Moore, One Chase Manhattan Plaza, NY, NY 10005, Mr. Irv. Perrell, Baker & Botts, One Shell Plaza, Houston, Texas, 77002 and Mr. Paul Curran, Kaye, Scholer, Fierman, 425 Park Avenue, NY, NY 10022.

01-27-86 — Forwarded copy of AMENDED NOTICE OF APPEAL to District Judge Brieant and copy of Amended Notice of Appeal and docket entries to the Court of Appeals, Second Cir. this date.

01-28-86 91 Fld. Deft's Memorandum in Opposition to Motion to allow Texaco Shareholders to Intervene.

01-28-86 92 Fld. NOTICE OF APPEARANCE for plaintiff, Texaco Inc. Kaye, Scholer, Fierman, Hays & Handler, 425 Park Avenue, New York, New York 10022

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01-31-86 93 Fld. Reply Memorandum in support of the Motion of John F. Browne, et al., acting individually and as the Texaco Shareholders Protective Committee to Intervene pursuant to Fed. R. Civ. P. 24(b).

02-05-86 94 Fld. ORDER regarding Rule 65(c) Security pursuant to Order dated Jan. 16, 1986. The foregoing collateral has this date been received in my presence by the Clerk of this Court in good negotiable form and ordered impounded this date. So Ordered: Brieant, J. m/n

02-05-86 95 Fld. 1 SEALED AND IMPOUNDED RECORD this date.

02-05-86 96 Fld. LETTER from Francis P. Barron of the law firm of Cravath, Swaine & Moore re: certificates, accompanied by stock powers endorsed in bank evidencing 65 million common shares of Texaco Canada Inc., a Canadian federal corporation whose shares are publicly traded on, among others, the American Stock Exchange. In satisfaction of the requirement in the Court's Order that Texaco submit security in the amount of $1,000,000,000 (One billion dollars). Dated 2-5-86.

LETTER from Francis Barron, dated 1-31-86 concerning rule 65(c) security provision of the Court's Order of 1-16-86. Letter is addressed to Mr. Belnick.

LETTER, dated Feb. 3, 1986 from Mark A. Belnick in response to Mr. Barron's letter dated Jan. 31, 1986 which he received this date.

02-10-86 97 Fld. COPY OF ORDER. Received on Jan. 6, 1986 Check #161,034 dated 2-6-86 in the amount of

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$1,000,000.00 payable to Texaco, Inc., (Robert B. Zwillick) posted to secure the TRO in the above captioned action. (The Clerk of the Court shall return to Texaco the $1,000,000 (One Million Dollars)).

02-13-86 98 Fld. LETTER, dated Jan. 30, 1986 from Tom Bevill, M.C. from the 4th dist. of Ala., re: Amicus curiae

02-19-86 99 Filed transcript of record of proceedings, dated 2-5-86

03-14-86 100 Fld. MANDATE with Opinion attached. Appeal from the United States District Court for the Southern Dist. of NY. This cause came on to be heard on the transcript of record from the U.S.D.C. for the S.D.N.Y., and was argued by counsel. On Consideration whereof, it is now hereby ordered, adjudged and decreed that the Order of said District Court be and it hereby is affirmed in part, reversed in part and remanded to the said district court for further proceedings in accordance with the opinion of this Court. A true Copy, Elaine B. Goldsmith, Clerk United States Court of Appeals, for the Second Circuit. E.O.D. 3-18-86

03-18-86 101 Fld. LETTER dated March 4, 1986 from David Berger of the Law Offices of Berger & Montague, P.C. withdrawing motion to intervene filed on behalf of the Texaco Shareholders Protective Committee.

04-04-86 102 Fld. defendant Pennzoil Company ANSWER TO AMENDED COMPLAINT.

04-08-86 103 Fld. ORDER ON REMAND. Pursuant to the mandate of the U.S.C.A. for the 2nd Cir. dated 2-20-86 and filed in this Court on 3-14-86, and

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all prior proceedings, it is hereby Ordered that the Order issued by this Court in this action on 1-16-86 ("the Order"), be amended as follows:

1. The provisions of paragraph 2 of the Order shall expire upon the effective date of any final judgment in Pennzoil Co. v. Texaco, Inc., No. 84-05905 (District Court for the 151st Judicial Dist. of Texas), after exhaustion or expiration of all appellate remedies (whether as of right or discretionary, including expiration of the time in which a motion for rehearing or reconsideration may be heard) in the courts of the State of Texas and the U.S. Supreme Court.

2. A hearing concerning the appropriateness, in accord with the decision of the Court of Appeals, of the security previously posted herein by plaintiff Texaco, Inc. may be held on 24 hours' notice, or such shorter time as the Court may allow, by application to the Deputy Clerk of this Court for an hour or date on which the Court will be available.

3. The first, second, fourth and seventh claims in plaintiff Texaco Inc.'s amended complaint are hereby dismissed for want of subject matter jurisdiction.

4. The making of a scheduling order in this action pursuant to Rule 16(b), Fed.R.Civ.P. is deferred indefinitely, subject to reconsideration upon the application to this Court of any party by notice of motion or on the Court's own motion.

5. No pre-trial discovery shall be taken in this action without the prior leave of the Court. So Ordered: Brieant, J. m/n

UNITED STATES COURT OF APPEALS

FOR THE SECOND CIRCUIT

DOCKET NOS. 86-7046, 86-7052
MR NUMBER 86-8003

TEXACO, INC.,

Plaintiff-Appellee,

—v—

PENNZOIL COMPANY,

Defendant-Appellant,

STATE OF TEXAS,

Intervenor-Appellant.

Appellee's Counsel

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CRAVATH, SWAINE & MOORE
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Additional Attorneys

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(& 24 other Members of U.S. Congress
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Office of the Governor
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Amicus Curiae:
Hon. Jack Brooks
& 12 other members of U.S. Congress
from State of Texas
United States House of Representatives
Washington, D.C. 20515
(202) 225-6565

Amicus Curiae: (State of Florida)
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Louis F. Hubener, Assistant Attorney General
Department of Legal Affairs
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(904) 488-1573

Amicus Curiae: (NAACP)
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National Association for the Advancement
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Brooklyn, New York 11202
********** (firm)
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Washington, D.C. 20006
(202) 872-6000

Amicus Curiae: (Former Secretary of Treasury)
Henry H. Fowler, Pro-Se
209 South Fairfax Street
Alexandria, Virginia
(703) 836-4638

Amicus Curiae: (Governor and State of Delaware)
Hon. Michael N. Castle, Governor
State of Delaware
Legislative Hall
Dover, Delaware 19001
(302) 736-4101

Amicus Curiae: (Committee of Concerned Employees and
Retirees (Stockholders) of Texaco, Inc.)
Paul N. Silverstein, Esq.
Booth, Marcus & Pierce
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(212) 620-0300

Amicus Curiae: (Business Council of New York)
Lawrence P. Justice, Esq.
Rice & Justice
96 South Swan Street
Albany, New York 12210
(518) 434-8435

DATE	FILINGS - PROCEEDINGS
01-13-86	Movant PENNZOIL COMPANY, Notice of Motion for Expedited Appeal filed (w/pfs) (orig: Staff Counsel FS)
01-14-86	ORDER granting the movant PENNZOIL motion for expedited appeal to the extent that the record on appeal, the joint appendix and appellants brief shall be filed on or before January 23, 1986; appellees brief shall be filed on or before February 3, 1986; oral argument shall be heard on an expedited basis as early as the week of February 10, 1986, FILED. (By:FS).
01-14-86	Certified copy of the order filed on 1/14 issued to the district court, S.D.N.Y.
01-14-86	Appellant Pennzoil motion for permission to file brief in excess of 50 pages filed
01-15-86	ORDER granting the movant PENNZOIL CO., motion for leave to file brief in excess of 50 pages further noting that brief not exceed 80 pages, FILED. (By: LWP).
01-16-86	Copy of district court docket entries and Notice of Appeal on behalf of the appellant PENNZOIL COMPANY, FILED. (re:86-7046).
01-16-86	Copy of receipt re: payment of the docketing fee in the district court, FILED. (receipt #120540).
01-17-86	Copy of district court docket entries and Notice of Appeal on behalf of the appellant STATE OF TEXAS, FILED. (re:86-7052).
01-17-86	Copy of receipt re: payment of the docketing fee in the district court in docket number 86-7052, FILED.
01-22-86	RECORD ON APPEAL FILED (Original Papers of District Court).

DATE	FILINGS - PROCEEDINGS
01-23-86	Appellant STATE OF TEXAS—Brief RECEIVED (w/pfs) [3 to calendar]
01-23-86	Appellant PENNZOIL COMPANY—Page Proof Brief FILED (w/pfs)
01-23-86	Appellant PENNZOIL COMPANY—Final Form JOINT APPENDIX FILED (w/pfs) [volumes I, II, and III]
01-23-86	Appellant STATE OF TEXAS—Brief FILED (w/pfs).
01-24-86	Appellant PENNZOIL COMPANY brief filed (awaiting proof of service ok to file as per J. Defritas)
01-24-86	Copy of district court docket entries and Amended Notice of Appeal on behalf of the appellant PENNZOIL COMPANY, FILED.
01-24-86	Appellee Texaco motion for leave to file brief in excess of 50 pages filed.
01-28-86	Order granting appellee Texaco motion for leave to file brief in excess of 50 pages filed.
01-30-86	Appellant State of Texas motion for leave to appear pro hac vice (Wiseman) filed.
01-30-86	Appellant State of Texas motion for leave to file addendum filed
01-30-86	Appellant State of Texas addendum received
01-31-86	Movant Hamilton Fish, Jr., etc. motion for leave to file amicus curiae memorandum filed
01-31-86	Movant Hamilton Fish, Jr., etc. amicus curiae memorandum received
01-31-86	Movant Alfonse D'Amato motion for permission to file brief as amicus curiae filed
01-31-86	Movant Alfonse D'Amato brief as amicus curiae received

DATE	FILINGS - PROCEEDINGS
01-31-86	AMICUS CURIAE STATE OF ALABAMA brief filed (w/pfs)
01-31-86	Amicus Curiae STATE OF WYOMING—briefs filed (w/pfs)
01-31-86	Amicus Curiae STATE OF NEW YORK—letter brief filed
01-31-86	Amicus Curiae STATE OF OKLAHOMA—brief filed (w/pfs)
01-31-86	Order granting appellant State of Texas motion for leave to appear pro hac vice filed (endorsed on motion filed 1/30/86)
01-31-86	Order granting appellant State of Texas motion for leave to file addendum filed
01-31-86	Appellant State of Texas addendum filed
01-31-86	Order granting movant Hamilton Fish etc motion for leave to file amicus curiae memorandum filed
01-31-86	Amicus curiae brief of Hamilton Fish etc filed
01-31-86	Order granting movant Alfonse D'Amato motion for leave to file brief as amicus curiae filed
01-31-86	Amicus curiae brief of Alfonse D'Amato filed
01-31-86	Copy of district court docket entries and AMENDED Notice of Appeal on behalf of the appellant STATE OF TEXAS, FILED.
02-03-86	Appellee Texaco, Inc. brief filed
02-03-86	Amicus curiae State of Washington brief filed
02-03-86	Amicus curiae State of Oklahoma brief filed (Attorney General)
02-03-86	Movant Jack Brooks and 12 other members of Congress from the State of Texas motion for leave to file amicus curiae memorandum filed

DATE	FILINGS - PROCEEDINGS
02-03-86	Movant Jack Brooks and 12 other members of Congress from the State of Texas amicus curiae memorandum received
02-03-86	Amicus curiae State of Alaska brief filed
02-03-86	Amicus curiae State of New Mexico brief filed
02-03-86	Amicus curiae State of Montana brief filed
02-03-86	Amicus curiae State of California brief filed
02-03-86	Amicus curiae State of Kansas brief filed
02-03-86	Movant NAACP brief as amicus curiae received (motion received but no affidavit)
02-04-86	Order granting movant Jack Brooks and 12 other members of Congress from the State of Texas motion for leave to file amicus curiae memorandum filed
02-04-86	Amicus curiae Jack Brooks and 12 other members of Congress from the State of Texas brief filed
02-04-86	Amicus Curiae State of Florida brief filed
02-04-86	Movant Henry H. Fowler and 3 other individuals motion for permission to leave to file brief as amicus curiae filed
02-04-86	Movant Henry H. Fowler and 3 others brief as amicus curiae received
02-04-86	Movant NAACP motion for leave to file amicus curiae brief filed
02-04-86	Amicus curiae State of California brief filed
02-05-86	Amicus curiae State of Montana brief filed
02-05-86	Amicus curiae State of Delaware brief filed
02-05-86	Amicus curiae State of Kansas brief filed
02-05-86	Order granting movant NAACP motion for leave to file amicus curiae brief

DATE	FILINGS - PROCEEDINGS
02-05-86	Amicus curiae NAACP brief filed
02-05-86	Order granting movant Henry Fowler & 3 others motion for leave to file amicus curiae brief filed
02-05-86	Amicus curiae Henry Fowler & 3 others brief filed
02-07-86	Amicus Curiae Committee of Concerned Employees and Retirees (Stockholder) of Texaco, Inc. filed (by Booth Marcus & Pierce) on consent
02-10-86	Appellant State of Texas reply brief filed
02-10-86	Appellant Pennzoil Company reply brief filed
02-10-86	Appellant State of Texas motion for leave to appear pro hac vice filed (on behalf of W. Robert Gray)
02-10-86	Movant Business Council of New York motion for leave to file amicus curiae brief out of time filed
02-10-86	Movant Business Council amicus brief received
02-11-86	Order granting Appellant motion for leave to appear pro hac vice filed
02-11-86	Order granting movant Business Council of New York motion for leave to file amicus curiae brief filed
02-11-86	Amicus curiae Business Council of New York brief filed
02-11-86	Case heard before Lumbard, Mansfield, Pierce, C.JJ.
02-12-86	Transcript of oral argument, filed.
02-20-86	Judgment affirmed in part and reversed in part by published signed opinion (Judge Mansfield).
02-20-86	Judgment filed.
	MANDATE (judgment and Opinion) issued to district court.